

WC 06-128



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FCC/MELLON JUN 23 2006

June 23, 2006

**VIA COURIER**

Ms. Marlene H. Dortch, Secretary  
Federal Communications Commission  
Wireline Competition Bureau – CPD 214 Applications  
P.O. Box 358145  
Pittsburgh, PA 15251-5145  
Attn: Renee Crittendon

RE: Application of Mercator Partners Acquisition and Global Internetworking, Inc.  
For Authority to Transfer Control of an Authorized Common Carrier

Dear Ms. Dortch:

Enclosed for filing on behalf of Mercator Partners Acquisition Corp. ("MPAC") and Global Internetworking, Inc. ("Global Internetworking"), is a combined international and domestic Section 214 application for the transfer of Global Internetworking to MPAC. In accordance with the Commission's processes, the attached application has also been filed electronically with the Commission's International Bureau through the Commission's International Bureau Filing System.

Also enclosed is a completed Form 159 along with payment information to cover the required filing fee of \$895.00.

An original and four (4) copies of this filing are enclosed. Please date-stamp and return the enclosed extra copy of the application in the attached stamped envelope. Please do not hesitate to contact the undersigned at (703) 760-5200 if you have any questions.

Sincerely,

Edward S. Quill, Jr.  
Brian McDermott  
Michael W. Fleming

Enclosures

*A Professional Corporation*

VIRGINIA • WASHINGTON, D.C. • LONDON

8270 Greensboro Drive, Suite 700 McLean, VA 22102 Tel: 703.760.5200 Fax: 804.783.6507 or 703.748.0244  
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READ INSTRUCTIONS CAREFULLY  
BEFORE PROCEEDING

FEDERAL COMMUNICATIONS COMMISSION  
REMITTANCE ADVICE

Approved by OMB  
3060-0589  
Page 1 of 1

(1) LOCKBOX # 358145			
<b>SECTION A - PAYER INFORMATION</b>			
(2) PAYER NAME (if paying by credit card enter name exactly as it appears on the card) Global Internetworking, Inc.		(3) TOTAL AMOUNT PAID (U.S. Dollars and cents) \$895.00	
(4) STREET ADDRESS LINE NO. 1 8484 Westpark Drive			
(5) STREET ADDRESS LINE NO. 2 Suite 720			
(6) CITY McLean		(7) STATE VA	(8) ZIP CODE 22102
(9) DAYTIME TELEPHONE NUMBER (include area code) (703) 442-5500		(10) COUNTRY CODE (if not in U.S.A.)	
<b>FCC REGISTRATION NUMBER (FRN) REQUIRED</b>			
(11) PAYER (FRN) 0007265572			
<b>IF MORE THAN ONE APPLICANT, USE CONTINUATION SHEETS (FORM 159-C) COMPLETE SECTION BELOW FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET</b>			
(13) APPLICANT NAME Mercator Partners Acquisition Corp.			
(14) STREET ADDRESS LINE NO. 1 One Fountain Square			
(15) STREET ADDRESS LINE NO. 2 11911 Freedom Drive, Suite 1080			
(16) CITY Reston		(17) STATE VA	(18) ZIP CODE 20190
(19) DAYTIME TELEPHONE NUMBER (include area code) (703) 995-5533		(20) COUNTRY CODE (if not in U.S.A.)	
<b>FCC REGISTRATION NUMBER (FRN) REQUIRED</b>			
(21) APPLICANT (FRN) 0015107105			
<b>COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET</b>			
(23A) CALL SIGN/OTHER ID	(24A) PAYMENT TYPE CODE CUT	(25A) QUANTITY 1	
(26A) FEE DUE FOR (PTC) \$895.00	(27A) TOTAL FEE \$895.00		
(28A) FCC CODE 1	(29A) FCC CODE 2		
(23B) CALL SIGN/OTHER ID	(24B) PAYMENT TYPE CODE	(25B) QUANTITY	
(26B) FEE DUE FOR (PTC)	(27B) TOTAL FEE		
(28B) FCC CODE 1	(29B) FCC CODE 2		
<b>SECTION D - CERTIFICATION</b>			
<b>CERTIFICATION STATEMENT</b> I, _____, certify under penalty of perjury that the foregoing and supporting information is true and correct to the best of my knowledge, information and belief.			
SIGNATURE _____		DATE _____	
<b>SECTION E - CREDIT CARD PAYMENT INFORMATION</b>			
MASTERCARD _____ VISA _____ AMEX _____ DISCOVER _____			
ACCOUNT NUMBER _____		EXPIRATION DATE _____	
I hereby authorize the FCC to charge my credit card for the service(s)/authorization herein described.			
SIGNATURE _____		DATE _____	

SEE PUBLIC BURDEN ON REVERSE

FCC FORM 159

FEBRUARY 2003 (REVISED)

GLOBAL  
internetworking

8484 WESTPARK DR., STE 720  
MC LEAN, VA 22102-5117  
(703) 442-5500

CARDINAL BANK  
FAIRFAX, VA 22030  
66-884/560

8027

6/21/2006

PAY TO THE ORDER OF Federal Communications Commission

\$ \*\*895.00

Eight Hundred Ninety-Five and 00/100

DOLLARS

Federal Communications Commission  
Regulatory Fees  
P.O. Box 358835  
Pittsburgh, PA 1551-5835



MEMO

⑈008027⑈ ⑆056008849⑆501 600 2619⑈

GLOBAL INTERNETWORKING, INC.

8027

Federal Communications Commission

Date	Type	Reference	Original Amt.	Balance Due	Discount	Payment
6/21/2006	Bill	registration	895.00	895.00		895.00
				Check Amount		895.00

Eight

Cardinal Bank Account

895.00

**Before the  
FEDERAL COMMUNICATIONS COMMISSION  
Washington, D.C. 20554**

In the Matter of the Application of )

**MERCATOR PARTNERS ACQUISITION CORP.** )

And )

**GLOBAL INTERNETWORKING, INC.** )

For Grant of Authority Pursuant to Section 214 of )  
of the Communications Act of 1934 and Sections )  
63.04, 16.18 and 63.24 of the Commission's Rules )  
to Complete a Transfer of Control of Authorized )  
International and Domestic Interstate Carrier )

File No. ITC-T/C-2006 \_\_\_\_\_

WC Docket No. 06-\_\_\_\_\_

**JOINT APPLICATION**

**I. INTRODUCTION**

**A. Summary of the Proposed Transaction**

Mercator Partners Acquisition Corp. ("Buyer" or "MPAC") and Global Internetworking, Inc. ("Global Internetworking") (collectively, the "Applicants"), pursuant to Section 214 of the Communications Act, as amended, 47 U.S.C. § 214, and Sections 63.04, 63.18 and 63.24 of the Commission's Rules, 47 C.F.R. §§ 63.04, 63.18 & 63.24, respectfully request authority to complete a transaction whereby Buyer will acquire control of Global Internetworking. In particular, Applicants propose to complete a transaction whereby MPAC will acquire through direct acquisition all of the issued and outstanding capital stock (the "Shares") of the Company. As a result, Global Internetworking will become a direct wholly owned subsidiary of Buyer. At the time that the transaction is completed, ultimate ownership of MPAC is expected to be widely

and publicly held. As a result, following the proposed transaction, ultimate ownership of Global Internetworking will also be widely and publicly held.

As described below, because the proposed transaction will not change the rates, terms or conditions under which Global Internetworking's customers receive service, the proposed transaction will be virtually transparent to those customers in terms of the services that those customers receive.

Applicants respectfully request that the Commission approve this Application expeditiously in order to allow Applicants to consummate the proposed transaction as soon as possible.

**B. Application Eligible for Streamlined Processing**

Applicants respectfully submit that this Application is eligible for streamlined processing pursuant to Sections 63.03 and 63.12 of the Commission's Rules, 47 C.F.R. §§ 63.03 & 63.12. With respect to domestic authority, this Application is eligible for streamlined processing pursuant to Section 63.03(b)(2)(i) because, immediately following the transaction, (1) Applicants and their affiliates (as defined in Section 3(1) of the Communications Act – "Affiliates") combined will hold less than a ten percent (10%) share of the interstate, interexchange market; (2) Applicants and their affiliates will provide local exchange service, if at all, only in areas served by dominant local exchange carriers (none of which are parties to the proposed transaction) and; (3) none of the Applicants or their affiliates is dominant with respect to any service.

With respect to international authority, this Application is eligible for streamlined processing pursuant to Section 63.12(a)-(b) of the Commission's Rules, 47 C.F.R. §63.12(a)-(b). In particular, Section 63.12(c)(1) is inapplicable because as set forth below, Applicants qualify

for a presumption of non-dominance pursuant to Section 63.10(a)(3) of the Commission's Rules. Furthermore, none of the scenarios outlined in Sections 63.12(c)(2) and (3) of the Commission's Rules, 47 C.F.R. § 63.12(c)(2)(3), applies.

In support of this Application, Applicants provide the following information:

## **II. THE APPLICANTS**

### **A. Global Internetworking, Inc. ("Global Internetworking")**

Global Internetworking is a privately-held corporation organized under the laws of the Commonwealth of Virginia. Global Internetworking's address is 8484 Westpark Drive, Suite 720, McLean, Virginia 22102. Global Internetworking provides high-capacity data transport and bandwidth solutions to carriers, service providers, systems integrators, government agencies and medium- to large-sized enterprises.

Global Internetworking holds Section 214 authority to provide global facilities-based and resold international services pursuant to authority granted by the Commission in File No. ITC-214-20020619-00332, on August 15, 2002. Global Internetworking also holds domestic Section 214 authority by virtue of the Commission's "blanket" grant of such authority and is authorized to provide intrastate long distance and in some instances, local services, in approximately 25 states.

### **B. Mercator Partners Acquisition Corp. ("MPAC")**

MPAC is a publicly traded corporation (Ticker Symbol: MPAQ), organized and existing under the laws of the State of Delaware. MPAC's principal place of business is located at One Fountain Square, 11911 Freedom Drive, Suite 1080, Reston, Virginia 20190. While MPAC is primarily an investment holding company that does not directly provide telecommunications services in any jurisdiction, MPAC is well qualified to acquire control of Global

Internetworking. Specifically, MPAC's recent Securities and Exchange Commission ("SEC") Form 10-Q shows assets of more than \$56 Million.<sup>1</sup> Furthermore, although the management of Global Internetworking is expected to remain intact, MPAC's management team has substantial telecommunications and financial industry experience.<sup>2</sup>

### **III. DESCRIPTION OF THE TRANSACTION (Answer to Question 13)**

The Parties have agreed to a transaction whereby MPAC will acquire 100 percent of the issued and outstanding capital stock (the "Shares") of Global Internetworking. The transaction provides for the existing stockholders of Global Internetworking to receive consideration in the form of Fourteen Million Dollars (\$14,000,000) in cash, Four Million Dollars (\$4,000,000) in promissory notes payable by MPAC to the former Global Internetworking Stockholders, One Million Three Hundred-Thousand (1,300,000) shares in MPAC, One Million Four-Hundred and Fifty Thousand (1,450,000) Class W MPAC warrants, and One Million Four-Hundred and Fifty Thousand (1,450,000) Class Z MPAC warrants. After regulatory approval, each Global Internetworking stockholder will sell his Shares to Buyer, and Buyer shall purchase such Shares from each stockholder in exchange for the foregoing consideration.

As a stock transaction completed at the ownership level of Global Internetworking and above, the proposed transaction will not affect customers of Global Internetworking. Immediately following the consummation of the transaction, Global Internetworking's customers will continue to receive service under the same rates, terms and conditions of service as before. As a new subsidiary of MPAC, Global Internetworking will continue to operate and provide services to Global Internetworking's customers and will retain the assets used in the provisions

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<sup>1</sup> Mercator's Form 10-Q has not been submitted with this filing but will be provided to the Commission upon request.

<sup>2</sup> Mercator will provide additional information regarding its managerial and technical qualifications,

of those services. Applicants anticipate that Global Internetworking will continue to operate from its current headquarters, and that immediately following the transaction, the current technical and management team of Global Internetworking will remain largely intact and will continue to oversee Global Internetworking's operations. The proposed transaction will not involve a change in Global Internetworking's operating authority or any change in the name under which Global Internetworking provides service and Global Internetworking's rates, terms and conditions will remain in effect. As a result, the transaction will be virtually transparent to Global Internetworking's customers in terms of the services they receive.

#### **IV. PUBLIC INTEREST STATEMENT**

Applicants respectfully submit that the proposed transaction serves the public interest. In particular, Applicants submit that: (1) the transaction will increase competition in the interstate and international markets by reinforcing and enhancing the status of Global Internetworking as a viable competitor, and (2) the transaction will be entirely transparent to Global Internetworking's existing customers.

The proposed transaction will serve the public interest by providing Global Internetworking with greater access to capital. As a well funded publicly traded entity, MPAC already holds significant financial resources and is expected to have access to additional funding through the public markets. As a result, the proposed transaction is expected to enhance the financial position of the combined companies and their ability to compete in the telecommunications marketplace for new customers.

At the same time, the proposed changes in ownership of Global Internetworking will not inconvenience, confuse or otherwise harm customers. Indeed, as discussed in the preceding section, it is anticipated that the Global Internetworking technical and management team will

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including biographies of its management team, upon request.



remain largely in place immediately following the proposed transaction, and that the customers of Global Internetworking will continue to receive service under the same rates, terms and conditions of service as those customers currently receive. The proposed transaction therefore will be entirely transparent to customers in terms of the services they receive. In sum, the proposed transaction is expected to enhance the ability of Global Internetworking to provide high-quality interstate and international telecommunications services that should invigorate competition and thereby benefit consumers of telecommunications services.

**V. INFORMATION REQUIRED BY SECTIONS 63.18 AND 63.24**

Pursuant to Sections 63.18 and 63.24 of the Commission's Rules, the Applicants submit the following information in support of this Application:

**(a) Name, address and telephone number of each Applicant:**

**Mercator Partners Acquisition Corp. (FRN # 0015107105):**

Mercator Partners Acquisition Corp.  
One Fountain Square  
11911 Freedom Drive, Suite 1080  
Reston, VA 20190  
Telephone: (703) 995-5533

**Global Internetworking (FRN # 0007265572):**

Global Internetworking, Inc.  
8484 Westpark Drive  
Suite 720  
McLean, Virginia 22102  
Telephone: (703) 442-5500

**(b) Jurisdiction of Organizations:**

**Buyer:**

Buyer is a corporation formed under the laws of the State of Delaware.

Global Internetworking:

Global Internetworking is a privately-held company organized under the laws of the Commonwealth of Virginia.

(c) **Correspondence concerning this Application should be sent to:**

Edward S. Quill, Jr.  
Brian M. McDermott  
Williams Mullen  
8270 Greensboro Drive, Suite 700  
McLean, VA 22102  
(703) 760-5200 (Tel)  
(703) 748-0244 (Fax)  
equill@williamsmullen.com (E-Mail)  
bmcdermott@williamsmullen.com (E-Mail)

- (d) Global Internetworking holds international resold and facilities-based Section 214 authority pursuant to authority granted by the Commission in File No. ITC-214-20020619-00332. Global Internetworking also holds blanket domestic interstate Section 214 authority.
- (e) Applicants seek authority to transfer control of Global Internetworking to Buyer in connection with the transaction described above. Global Internetworking will continue to provide interstate and international telecommunications services to its existing customers and therefore does not seek approval to discontinue interstate or international service or to abandon its Section 214 authorization.
- (f) Not applicable.
- (g) Not applicable.
- (h) ***(Answer to Question 11)*** Following the completion of the proposed transaction, the following entities will directly or indirectly own or control 10% or more of Global Internetworking:<sup>3</sup>

- (1) The following entity will own 10% or more of **Global Internetworking, Inc.:**

Name:	Mercator Partners Acquisition Corp.
Address:	One Fountain Square

<sup>3</sup> Global Internetworking is currently owned by three individuals, D. Michael Keenan (Director, Chairman, and CEO) owns 45%; Todd J. Vecchio (Director and President) owns 45%; and Raymond Wiseman (Vice President of Network Support) owns 10%. All of the owners are U.S. citizens and can be reached at: c/o Global Internetworking, Inc. 8484 Westpark Drive, Suite 720, McLean, Virginia 22102.

11911 Freedom Drive, Suite 1080  
Reston, VA 20190

Citizenship:	United States
Equity/Voting Interest:	100%
Principal Business:	Holding Company

Mercator Partners Acquisition Corp. is a publicly traded entity. To the best of Applicants' knowledge, following the proposed transaction, no single person or entity will hold a 10% or greater direct or indirect voting or equity interest in Mercator Partners Acquisition Corp. (or therefore in Global Internetworking, Inc.) following the proposed transaction.

**(Answer to Question 12)** Currently, Global Internetworking has no interlocking directorates with any foreign carrier and no interlocking directorates with a foreign carrier are expected to be created by the proposed transaction.

- (i) **(Answer to Question 14)** Global Internetworking currently holds authority to provide interexchange services in Canada on a resold basis but is not currently affiliated with any other foreign carriers. Upon completion of the proposed transaction, Global Internetworking is expected to become affiliated with European Telecommunications & Technology ("ETT"), which will also be a wholly owned direct subsidiary of MPAC.<sup>4</sup> ETT is a non-dominant carrier formed under the laws of England and Wales that is authorized to provide telecommunications services in Singapore and the United Kingdom. ETT lacks market power in both of those destination markets. Furthermore both Singapore and the United Kingdom, the two destination markets ETT serves as a licensed carrier, are located in World Trade Organization ("WTO") Member countries.<sup>5</sup>
- (j) **(Answer to Question 15)** Applicants certify that they seek to continue to provide international telecommunications services from the United States to the destination countries listed in Paragraph (i) above. In those countries, an entity that will own or control more than 25 percent of Global Internetworking (MPAC) will also own and control ETT, a foreign carrier in those countries.
- (k) Both of the countries listed in subsection (i) (Singapore and the United Kingdom) are World Trade Organization ("WTO") Member countries.
- (l) For routes between the United States on one end and Singapore and the United Kingdom on the other, as Paragraph (i) above, ETT satisfies the requirements of Section 63.10(a)(3) of the Commission's rules.<sup>6</sup> Specifically, ETT holds

<sup>4</sup> MPAC is in the process of acquiring ETT. That acquisition is expected to close at or around the same time as the Global Internetworking transaction described herein.

<sup>5</sup> See World Trade Organization, *Members and Observers* (2006), available at [http://www.wto.org/english/thewto\\_e/whatis\\_e/tif\\_e/org6\\_e.htm](http://www.wto.org/english/thewto_e/whatis_e/tif_e/org6_e.htm)

<sup>6</sup> See 47 C.F.R. § 63.10(a)(3).

significantly less than a 50-percent market share in the international transport and local access markets in Singapore and the United Kingdom. Moreover, as a new entrant competitive carrier, ETT does not have any ability to discriminate against unaffiliated U.S. international carriers through the control of bottleneck services or facilities in Singapore or the United Kingdom. ETT does not appear on the Commission's list of foreign telecommunications carriers presumed to possess market power in foreign telecommunications markets.<sup>7</sup> Accordingly, ETT is presumptively non-dominant and therefore presumed to lack sufficient market power to adversely affect competition on the international end of the U.S./Singapore and U.S./U.K. routes.

- (m) For the reasons set forth in subsection (l) above and pursuant to Commission Rule 63.10(a)(3), 47 C.F.R. §63.10(a)(3), following the transaction, Global Internetworking will continue to be presumptively classified as a non-dominant carrier.
- (n) Applicants certify that they have not agreed to accept special concessions directly or indirectly from any foreign carrier with respect to any U.S. international route where the foreign carrier possesses market power on the foreign end of the route and will not enter into such agreements in the future.
- (o) Applicants certify that they are not subject to denial of federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1998. *See* 21 U.S.C. § 853a. *See also* 47 C.F.R. §§ 1.2001-1.2003.
- (p) With respect to international authority, this Application is eligible for streamlined processing pursuant to Section 63.12(a)-(b) of the Commission's Rules, 47 C.F.R. §63.12(a)-(b). In particular, Section 63.12(c)(1) is inapplicable because as set forth above, Applicants qualify for a presumption of non-dominance pursuant to Section 63.10(a)(3) of the Commission's Rules. Furthermore, none of the scenarios set outlined in Sections 63.12(c)(2) and (3) of the Commission's Rules, 47 C.F.R. § 63.12(c)(2)(3), apply.

#### **VI. INFORMATION REQUIRED BY SECTION 63.04**

In lieu of an attachment, pursuant to Commission Rule 63.04(b), 47 C.F.R. § 63.04(b), Applicants submit the following information in support of their request for domestic Section 214 authority in order to address the requirements set forth in Commission Rule 63.04(a)(6)-(12):

- (a)(6) A description of the proposed transaction is set forth in Section III above.

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<sup>7</sup> *See International Bureau Revises and Reissues the Commission's List of Foreign Telecommunications Carriers that Are Presumed to Possess Market Power in Foreign Telecommunications Markets, Public Notice, 19 FCC Red. 20,358 (Int'l Bur. 2004) ("Presumed Market Power List").*

- (a)(7)** MPAC does not provide any telecommunications services in the United States.

Global Internetworking provides telecommunications services to customers located in the following jurisdictions: Alabama, Alaska, Arizona, California, Colorado, Connecticut, District of Columbia, Florida, Georgia, Idaho, Illinois, Indiana, Iowa, Kansas, Maine, Louisiana, Maryland, Massachusetts, Michigan, Missouri, Montana, Nebraska, Nevada, New Hampshire, New Jersey, New Mexico, New York, North Carolina, Ohio, Oklahoma, Oregon, Pennsylvania, Rhode Island, South Carolina, Tennessee, Texas, Utah, Virginia, Washington, West Virginia and Wisconsin. Global Internetworking also provides competitive local services in the following jurisdictions: California, Florida, Illinois, Maryland, New York, Pennsylvania, and Texas.

None of the Applicants or their affiliates is dominant with respect to any service.

- (a)(8)** Applicants respectfully submit that this Application is eligible for streamlined processing pursuant to Section 63.03 of the Commission's Rules, 47 C.F.R. §63.03. In particular, with respect to domestic authority, this Application is eligible for streamlined processing pursuant to Section 63.03(b)(2)(i) because, immediately following the transaction, (1) Applicants and their affiliates (as defined in Section 3(1) of the Communications Act – "Affiliates") combined will hold less than a ten percent (10%) share of the interstate, interexchange market; (2) Applicants and their affiliates will provide local exchange service only in areas served by dominant local exchange carriers (none of which are parties to the proposed transaction); and (3) none of the Applicants or their affiliates is dominant with respect to any service.
- (a)(9)** Through this Application, Applicants seek authority with respect to both international and domestic Section 214 authorizations (this Application is being separately and concurrently filed with respect to both types of authorities in compliance with Commission Rule 63.04(b), 47 C.F.R. § 63.04(b)). No other applications are being filed with the Commission with respect to this transaction.
- (a)(10)** Prompt completion of the proposed transaction is critical to ensuring that Applicants can obtain the benefits described in the foregoing Application. Accordingly, Applicants respectfully request that the Commission approve this Application expeditiously in order to allow Applicants to consummate the proposed transaction as soon as possible.
- (a)(11)** Not applicable.
- (a)(12)** A statement showing how grant of the Application will serve the public interest, convenience and necessity is provided in Section IV above.

[Remainder of Page Left Intentionally Blank]

**VII. CONCLUSION**

For the reasons stated above, Applicants respectfully submit that the public interest, convenience, and necessity would be furthered by a grant of this Application. Indeed, failure to grant it would directly harm the public interest. In light of the exigent circumstances and, in particular the need to ensure continuity of service to existing customers, Applicants respectfully request expedited treatment to permit Applicants to consummate the proposed transaction as soon as possible.

Respectfully submitted,



Edward S. Quill, Jr.

Brian McDermott

WILLIAMS MULLEN

8270 Greensboro Drive, Suite 700

McLean, VA 22102

Telephone: (703) 760-5200

Facsimile: (703) 748-0244

E-Mail: [equill@williamsmullen.com](mailto:equill@williamsmullen.com)

[bmcdermott@williamsmullen.com](mailto:bmcdermott@williamsmullen.com)

Counsel for Applicants

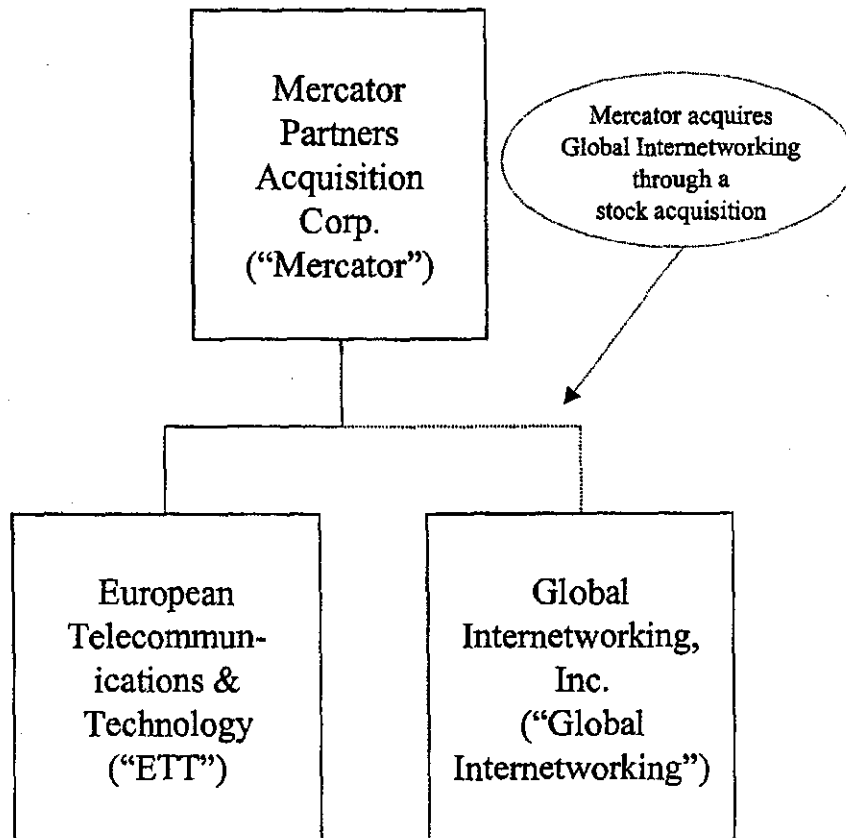
Dated: June 23, 2006

**Exhibit A**

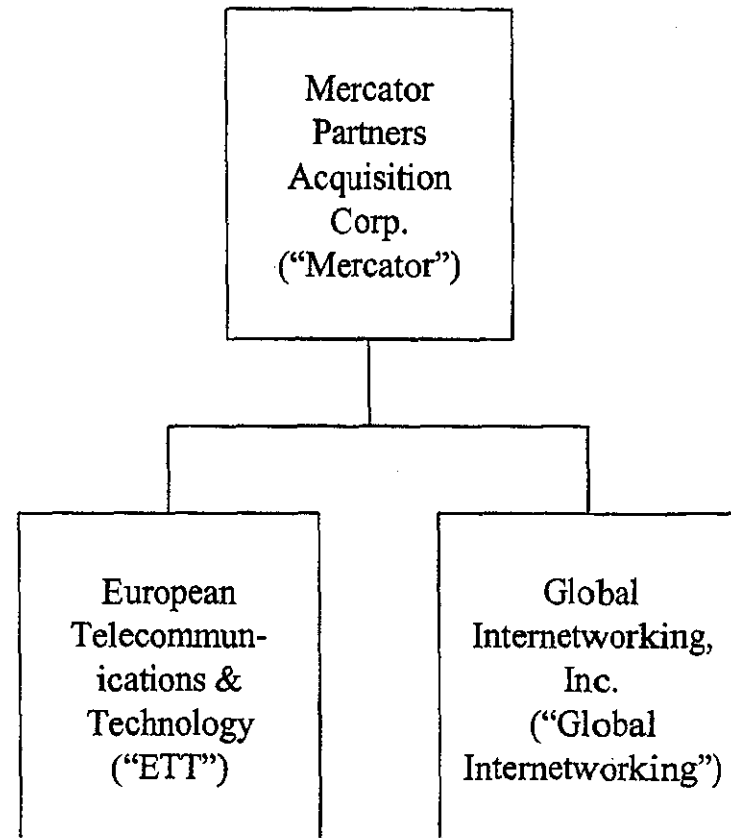
**Illustrative Chart**

## Exhibit: Illustrative Chart

### Pre-Transaction



### Post-Transaction



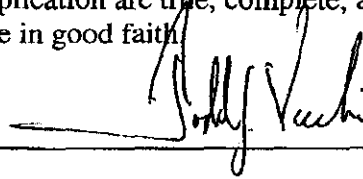


## **Verifications**

**CERTIFICATION OF APPLICANT**

On behalf of Global Internetworking, Inc., I hereby certify upon penalty of perjury that I am President of Global Internetworking, Inc. and that the statements in the foregoing Federal Communications Commission Section 214 Application are true, complete, and correct to the best of my knowledge and such statements are made in good faith.

By:



Name:

Todd J. Vecchio

Title:

President

Date:

6/19/06

**CERTIFICATION OF APPLICANT**

On behalf of Mercator Partners Acquisition Corp., I hereby certify upon penalty of perjury that I am President of Mercator Partners Acquisition Corp. and that the statements in the foregoing Federal Communications Commission Section 214 Application are true, complete, and correct to the best of my knowledge and such statements are made in good faith.

By:



Name:

Rhodric Hackman

Title:

President

Date:

6/14/06

